

United States Bankruptcy Court
Southern District of New York

In re: Lehman Brothers Holdings, Inc., et al.

Case No. 08-13555 (JMP) (Jointly Administered)

TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001 (e) (2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Oaktree Opportunities Fund VIII Delaware, L.P.

Goldman Sachs Lending Partners LLC

Name of Transferee

Name of Transferor

Name and Address where notices to transferee should be sent:

Court Claim #s (if known): 28819, as amended and supplemented by Court Claim # 67462.

Oaktree Opportunities Fund VIII Delaware, L.P.
C/O Oaktree Capital Management, L.P.
333 South Grand Ave, 28th Floor
Los Angeles, CA 90071
Attn: Jeff Arnold
Ph: (213) 830-6233
Fax: (213) 830-9292

Amount of Claim Transferred: \$9,513,000.00 with respect to both Court Claim #s 28819 and 67462.

Date Claim Filed: (i) With respect to Court Claim # 28819, September 22, 2009 and (ii) with respect to Court Claim #67462, April 19, 2011.

Last Four Digits of Acct. #: _____


Phone:
Last Four Digits of Acct. #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

Oaktree Opportunities Fund VIII Delaware, L.P.

By: Oaktree Fund GP, LLC
its: General Partner

By: Oaktree Fund GP I. L.P.
its: Managing Member

By: 

Date: 6/2/11

By: 

Date: 6/2/11

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

**United States Bankruptcy Court
Southern District of New York**

In re: Lehman Brothers Holdings, Inc. et al.

Case No. 08-13555 (JMP) (Jointly Administered)

TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

CLAIMS 28819 and ____ were filed or deemed filed under 11 U.S.C. § 1111(a) in this case by the alleged transferor. As evidence of the transfer of that claim, the transferee filed a Transfer of Claim other than for Security in the Clerk's office of this court on _____.

Goldman Sachs Lending Partners LLC	Oaktree Opportunities Fund VIII Delaware, L.P.
Name of Alleged Transferor	Name of Transferee
Address of Alleged Transferor:	Address of Transferee:
Goldman Sachs Lending Partners LLC 30 Hudson Street, 36th Floor Jersey City, NJ 07302 Fax: 212-346-2608 Phone: 212-902-1040	Oaktree Opportunities Fund VIII Delaware, L.P. C/O Oaktree Capital Management, L.P. 333 South Grand Ave, 28 th Floor Los Angeles, CA 90071 Attn: Jeff Arnold Ph: (213) 830-6233 Fax: (213) 830-9292

~~DEADLINE TO OBJECT TO TRANSFER~~

The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

[EXECUTION COPY]

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Goldman Sachs Lending Partners LLC** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Oaktree Opportunities Fund VIII Delaware, L.P.** ("Assignee"), an undivided interest in **\$9,513,000.00** of Assignor's right, title, interest, claims¹ and causes of action in and to, or arising under or in connection with KeyBank National Association's claims set forth in Proof of Claim Number **28819**, as amended and supplemented by Proof of Claim Number **67462** (collectively, the "Claim"), against Lehman Brothers Holdings, Inc. (the "Debtor"), the debtor-in-possession in Case No. 08-13555 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all other proofs of claim filed by Assignor with the Bankruptcy Court in respect of the Assigned Claim (as defined below)..

Assignor hereby waives any objection to the transfer of its ownership interest in and to the Claim assigned to Assignee (the "Assigned Claim") on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim for all purposes, including, without limitation, voting and distribution purposes. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

[Signature Page Follows]

¹ As that term is defined in 11 USC § 101(5).
645787.1/153-05707

IN WITNESS WHEREOF, this Evidence of Partial Transfer of Claim is executed on June,
1, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC

By: 
Name: Brian Anderson
Title: Authorized Signatory

OAKTREE OPPORTUNITIES FUND VIII
DELAWARE, L.P.

By: Oaktree Fund GP, LLC
its: General Partner

By: Oaktree Fund GP I, L.P.
its: Managing Member

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, this Evidence of Partial Transfer of Claim is executed on June,
 , 2011.

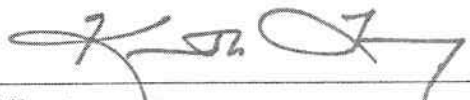
GOLDMAN SACHS LENDING PARTNERS LLC


By: _____
Name:
Title:

OAKTREE OPPORTUNITIES FUND VIII
DELAWARE, L.P.

By: Oaktree Fund GP, LLC
its: General Partner

By: Oaktree Fund GP I, L.P.
its: Managing Member

By: 
Name: Kenneth Liang
Title: Authorized Signatory

By: 
Name: William Melanson
Title: Authorized Signatory